

ing Fee (See Sec. 1401)

For Use By The
Secretary of State

File No. 780824D

Fee Paid \$10.00

C.B. 1248

Date 7-1-83

3

STATE OF MAINE

ARTICLES OF AMENDMENT

(Amendment by Shareholders
Voting as One Class)

OF

AZCON CORPORATION

This Space For Use By
Secretary of State

MAINE

SECRETARY OF STATE

FILED

June 30, 19 83

L. Evelyn Grover

Secretary of State

Pursuant to 13-A MRSA §§805 and 807, the undersigned corporation adopts these Articles of Amendment.

FIRST: All outstanding shares of the corporation were entitled to vote on the following amendment as one class.

SECOND: The amendment to the Articles of Incorporation of the corporation set out in Exhibit A attached hereto was adopted by the ~~shareholders of the corporation~~ **unanimous written consent of the shareholders** on June 3, 1983.

THIRD: On said date, the number of shares outstanding and entitled to vote on such amendment, and the number of shares voted for and against said amendment, respectively, were as follows:

Number of Shares Outstanding
and Entitled to Vote

1,123

Voted For

1,123

Voted Against

-0-

Totals

1,123

1,123

-0-

FOURTH: If such amendment provides for exchange, reclassification or cancellation of issued shares; the manner in which the same shall be effected is contained in Exhibit B attached hereto, if it is not set forth in the amendment itself.

*FIFTH: If such amendment effects a change in the number or par values of authorized shares the number of shares which the corporation has authority to issue after giving effect to such amendment is as follows:

Class	Series (If Any)	Number of Shares	Par Value (If Any)
-------	--------------------	---------------------	-----------------------

0737
Site: Cherokee County
ID # KE0980741862
Break: 11.11
Other: Out #6
6-30-1983

BT016

The aggregate par value of all such shares (of all classes and series) having par value is \$_____.

The total number of all such shares (of all classes and series) without par value is _____ shares.



40064279
SUPERFUND RECORDS

SIXTH: The address of the registered office of the corporation in the State of Maine is 477 Congress St.

Portland, Maine 04111

(street, city and zip code)

Dated: June 17, 1983

Legibly print or type name
and capacity of all signers
13-A MRSA §104.

I certify that I have custody of the minutes
showing the above action by the shareholders.

Randolph W. Taylor

(clerk, secretary or asst. secretary) Randolph W. Taylor

Robert Krones

Asst. Secy.

NOTE: This form should not be used if any class of shares entitled to vote as a separate class for
any of the reasons set out in §806, or because the articles so provide. For vote necessary
for adoption see §805.

AZCON CORPORATION

(name of corporation)

By Vincent A. Filippone

Vincent A. Filippone-Vice President

(type or print name and capacity)

By Robert Krones

Robert Krones-Secretary

(type or print name and capacity)

*To be completed only if Exhibit A or B do not give this required information.

** The name of the corporation should be typed, and the document must be signed by (1) the Clerk or (2) by the President or a vice-president and by the Secretary or an assistant secretary or such other officer as the bylaws may designate as a second certifying officer or (3) if there are no such officers, then by a majority of the directors or by such directors as may be designated by a majority of directors then in office or (4) if there are no such directors, then by the holders, or such of them as may be designated by the holders, of record of a majority of all outstanding shares entitled to vote thereon or (5) by the holders of all of the outstanding shares of the corporation.

EXHIBIT A

The Certificate of Incorporation of this corporation is amended by changing the Article thereof numbered "First" so that, as amended said Article shall be and read as follows:

" The name of the corporation is GOLD FIELDS

AMERICAN INDUSTRIES, INC."